

TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

<p>1. Name of conveying party(ies): Victoria's Secret Stores, Inc. a Delaware corporation having its principal office at Four Limited Parkway East Reynoldsburg, Ohio 43068</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): V Secret Catalogue, Inc. a Delaware corporation having its principal office at 1105 North Market Street Wilmington, Delaware 19801</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</small> <small>signature must be a separate document from Assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of name <input type="checkbox"/> Other _____</p> <p>Execution Date: November 20, 2002</p>	
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<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) 2,238,981 2,298,330 2,367,151 2,400,956 2,453,493</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Frank J. Colucci, Esq.</u> Internal Address: <u>Colucci & Umans</u> <u>Manhattan Tower</u> Street Address: <u>101 East 52nd Street</u> City: <u>New York</u> State: <u>New York</u> ZIP: <u>10022</u></p>	<p>6. Total number of applications and registrations involved: 5</p> <p>7. Total fee (37 CFR 3.41): _____ \$ <u>140.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account.</p> <p>8. Deposit account number: <u>20-0050</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

9. Statement and signature
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Frank J. Colucci  May 7, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet: 4

OMB No. 0651-0011

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK

ASSIGNMENT

WHEREAS, Victoria's Secret Stores, Inc., a Delaware corporation, having its principal office and place of business at Four Limited Parkway East, Reynoldsburg, Ohio 43068 (herein "Assignor"), is the owner of the record owner of the trademark registrations shown on the attached Schedule; and

WHEREAS, V Secret Catalogue, Inc. a Delaware corporation, having its principal office and place of business at 1105 North Market Street, Wilmington, Delaware 19801 (herein "Assignee"), is desirous of acquiring said trademark registrations thereof shown on the attached Schedule;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the marks, together with the good will of the business symbolized by the marks, and the registrations thereof as shown in the attached Schedule.

The Commissioner of Patents and Trademarks is requested to record the assignments to said Assignee.

Dated: Reynoldsburg, Ohio
November 20, 2002

VICTORIA'S SECRET STORES, INC.

By Jerry Fréngou
Jerry Fréngou
Controller

UNITED STATES OF AMERICA)
STATE OF OHIO) ss.:
COUNTY OF Franklin)

I, Cheryl L. Williams, a Notary Public in and for the State and County aforementioned, do hereby certify that Jerry Frengou who appeared before me and who executed the foregoing document in my presence is the Controller of Victoria's Secret Stores, Inc., a corporation organized and existing under the laws of the State of Delaware; that he has authority, under the articles of incorporation and by the laws of the said corporation to represent the said corporation, and that any instrument signed solely by him in his capacity as such officer is binding on the said corporation.

Dated this 20th day of November, 2002.

Cheryl L. Williams
Notary Public

My Commission Expires:

CHERYL L. WILLIAMS
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 10-01-06

SCHEDULE

<u>Trademark</u>	<u>Registration Nos.</u>
SECRET SIGNAL	2,238,981
KEEP YOUR SECRET	2,298,330
BODY BY VICTORIA	2,367,151
BODY BY VICTORIA	2,400,956
BODY BY VICTORIA	2,453,493